

1 Arizona Department of Real Estate  
2 2910 North 44th Street, Suite 100  
3 Phoenix, Arizona 85018  
4 Telephone: (602) 771-7760  
5 Facsimile: (602) 468-0562

6 **BEFORE THE ARIZONA DEPARTMENT OF REAL ESTATE**

7 In the matter of the unlicensed activities of:

8 **File No.: 08F-DI-523**

9 **MELINDA UNDERWOOD**, an unlicensed  
10 individual, **RICHARD DENG**A, an unlicensed  
11 individual, **SUPER BROKERS XLII**, also known as  
12 **SUPER BROKERS 42**, an unlicensed entity and  
13 **XCEED FINANCIAL, LLC**, an unlicensed entity

14 **CEASE AND DESIST ORDER AND**  
15 **NOTICE OF RIGHT TO REQUEST**  
16 **HEARING**

17 Respondents.

18 **DIRECTED TO:**

19 **MELINDA UNDERWOOD**  
20 **SUPER BROKERS XLII**  
21 **XCEED FINANCIAL, LLC**  
22 **RICHARD DENG**A  
23 7541 W. Comet  
24 Peoria, AZ 85345

25 The Commissioner of the Arizona Department of Real Estate (the "Commissioner" and  
26 "Department", respectively), based upon information and belief, alleges:

27 **FINDINGS OF FACT**

28 1. **MELINDA UNDERWOOD** ("Underwood") is an unlicensed individual, located at  
7541 W. Comet, Peoria, Arizona 85345.

2. **RICHARD DENG**A ("Denga") is an unlicensed individual located at 7541 W.  
Comet, Peoria, Arizona 85345.

3. **SUPER BROKERS XLII**, also known as **SUPER BROKERS 42** ("Super Brokers")  
is an unlicensed entity with the Department and is not registered with the Arizona  
Corporation Commission.

4. **XCEED FINANCIAL, LLC (XCEED)** was organized as an Arizona limited liability  
company on October 14, 2005. The Manager of XCEED is Underwood and the Member of

1 XCEED is Denga.

2 5. On or about November 20, 2007, Bridget E. Reynolds ("Reynolds") filed a  
3 complaint with the Department that Super Brokers was offering real estate properties for rent  
4 during Super Bowl season without a real estate license.

5 6. On or about December 12, 2007, Robert J. Singer ("Singer") filed a complaint with  
6 the Department regarding the unlicensed activities of Super Brokers.

7 4. On or about November 27, 2007, Department staff sent an email request through  
8 Super Brokers website www.superbrokers42.com for a written statement regarding their  
9 unlicensed activity.

10 5. On or about December 12, 2007, the Department received a response from  
11 Underwood, Public Relations for Super Brokers 42, denying unlicensed activities.  
12 Underwood states:

- 13 a. Super Brokers is an advertising company;
- 14 b. Super Brokers is giving the public a chance to list their properties online for  
15 exposure and they advertise directly to real estate professionals across the nation;
- 16 c. Super Brokers 42 "only handles changes, questions, and concerns in regards  
17 to advertising or rental price preferences";
- 18 d. The website has been changed to establish their position as an advertising  
19 agency. The site sponsor was changed from Mark Taylor Residential ("Mark Taylor") to  
20 XCEED Financial ("XCEED").

21 5. On or about November 27, 2007, the Department sent a request for a written  
22 statement to Mark Taylor regarding their involvement with the Super Brokers website.

23 6. On or about December 12, 2007, the Department received a statement from Dale  
24 Phillips ("Phillips"), President of Mark-Taylor. Phillips states, "Super Brokers has posted our  
25 promotional advertisement banners on their website without our authorization. We have no  
26 business relationship with Super Brokers, neither were we aware of the Mark Taylor listing  
27 on their website".

28 7. A.R.S. §32-2101 (47) defines a "Real Estate broker" as "a person, other than a

1 salesperson, who, for another and for compensation:

2 a. (d) Lists or offers, attempts or agrees to list real estate or timeshare interests  
3 for sale, lease or exchange.

4 b. (h) Advertises or holds himself out as being engaged in the business of buying,  
5 selling, exchanging, renting or leasing real estate or timeshare interests or counseling or  
6 advising regarding real estate or timeshare interests.

7 c. (i) Assists or directs in the procuring of prospects, calculated to result in the  
8 sale, exchange, leasing or rental of real estate or timeshare interests.”

9 8. A.R.S. §32-2163 (E) states that “this section does not allow an out-of-state broker  
10 who is not licensed in this state to list, market or advertise in this state real property located  
11 in this state for sale, lease or exchange”.

12 9. A.R.S. §32-2122 (B) provides that it shall be unlawful for any person, corporation,  
13 partnership or limited liability company to engage in any business, occupation or activity that  
14 applies to any person acting in the capacity of a real estate broker or salesperson without  
15 having first obtained a license as prescribed in Chapter 32 and otherwise complying with the  
16 provisions of Chapter 32.

17 10. The Department has determined that MELINDA UNDERWOOD, RICHARD  
18 DENG, SUPER BROKERS XLII and XCEED FINANCIAL, LLC have engaged in unlawful  
19 and unlicensed real estate activities in Arizona.

### 20 **VIOLATIONS**

21 1. The actions of MELINDA UNDERWOOD, RICHARD DENG, SUPER BROKERS  
22 XLII and XCEED FINANCIAL, LLC constitute activity for which an Arizona real estate license  
23 is required within the meaning of a real estate broker under A.R.S. §§32-2101 (47) and in  
24 violation of 32-2122 (A)(1), (B), and (D), 32-2153 (B)(6), and 32-2163.

25 2. The actions of MELINDA UNDERWOOD, RICHARD DENG, SUPER BROKERS  
26 XLII and XCEED FINANCIAL, LLC are not exempt from the Arizona real estate license  
27 requirements pursuant to A.R.S. §32-2121 (A).

28 3. Pursuant to A.R.S §32-2154, if it appears that any person has engaged, is

1 engaging or is preparing to engage in any act, practice or transaction that constitutes a  
2 violation of Title 32, Chapter 20, the Department may issue an order directing any person to  
3 cease and desist from engaging in the act, practice or transaction or doing any act in  
4 furtherance of the act, to make restitution or to take appropriate affirmative action to correct  
5 the conditions resulting from the act, practice or transaction.

6 **CEASE AND DESIST**

7 NOW, THEREFORE, the Commissioner finds MELINDA UNDERWOOD, RICHARD  
8 DENG, SUPER BROKERS XLII and XCEED FINANCIAL, LLC have engaged in advertising  
9 of rental property located within Arizona and not exempt from licensure; that these acts,  
10 practices and transactions constitute a violation of the previously mentioned A.R.S sections.  
11 Thus, the Commissioner is issuing this Cease and Desist Order directing MELINDA  
12 UNDERWOOD, RICHARD DENG, SUPER BROKERS XLII and XCEED FINANCIAL, LLC  
13 to cease and desist from engaging in acts, practices and transactions without first complying  
14 with all applicable laws and rules, pursuant to A.R.S. §§32-2154 (A) and 32-2122 (B).

15 **IT IS ORDERED** that MELINDA UNDERWOOD, RICHARD DENG, SUPER  
16 BROKERS XLII and XCEED FINANCIAL, LLC immediately cease and desist from engaging  
17 in any real estate activity, as defined by A.R.S. §32-2101 et seq., as an individual, an  
18 employee, agent, officer, principal, or in any capacity whatsoever, directly or indirectly, within  
19 the State of Arizona, including but not limited to the immediate removal of any Arizona  
20 properties listed for sale or lease on any internet website owned or operated by MELINDA  
21 UNDERWOOD, RICHARD DENG, SUPER BROKERS XLII and XCEED FINANCIAL, LLC,  
22 without first complying with all applicable laws and rules.

23 **IT IS FURTHER ORDERED** that MELINDA UNDERWOOD, RICHARD DENG,  
24 SUPER BROKERS XLII and XCEED FINANCIAL, LLC immediately return all monies  
25 solicited from Arizona resident and non-resident owners of real estate that were solicited and  
26 received in the course of unlicensed activities pursued by MELINDA UNDERWOOD,  
27 RICHARD DENG, SUPER BROKERS XLII and XCEED FINANCIAL, LLC.

28 **IT IS FURTHER ORDERED** that this Cease and Desist Order shall be recorded in the

1 office of the Maricopa County Recorder within the State of Arizona, pursuant to the  
2 provisions of A.R.S. §32-2183.02 (A).

3 **NOTICE**

4 This Cease and Desist Order is an appealable agency action under A.R.S. §41-1092.  
5 MELINDA UNDERWOOD, RICHARD DENGAR, SUPER BROKERS XLII and XCEED  
6 FINANCIAL, LLC may request an administrative hearing to contest this Cease and Desist  
7 Order by filing a Notice of Appeal within thirty (30) days of receipt of this notice by MELINDA  
8 UNDERWOOD, RICHARD DENGAR, SUPER BROKERS XLII and XCEED FINANCIAL, LLC.  
9 Failure to timely file a Notice of Appeal will constitute a waiver of MELINDA UNDERWOOD,  
10 RICHARD DENGAR, SUPER BROKERS XLII and XCEED FINANCIAL, LLC's right to any  
11 hearing on this matter and to any other appeal right to which MELINDA UNDERWOOD,  
12 RICHARD DENGAR, SUPER BROKERS XLII and XCEED FINANCIAL, LLC are otherwise  
13 entitled. The Notice of Appeal must identify the appealing party, the party's address, the  
14 action being appealed and must also contain a concise statement of the reason(s) for the  
15 appeal.

16 Under A.R.S. §41-1092.05, the hearing shall be held within sixty (60) days after the  
17 Notice of Appeal is filed. Although MELINDA UNDERWOOD, RICHARD DENGAR, SUPER  
18 BROKERS XLII and XCEED FINANCIAL, LLC may request the Office of Administrative  
19 Hearings to delay or advance the hearing date, such request may be approved or denied in  
20 its sole discretion. The Department of Real Estate will serve a Notice of Hearing at least thirty  
21 (30) days before the hearing, which will inform MELINDA UNDERWOOD, RICHARD  
22 DENGAR, SUPER BROKERS XLII and XCEED FINANCIAL, LLC of the date, time and  
23 location of the hearing as well as further articulate the allegations being contested.

24 If MELINDA UNDERWOOD, RICHARD DENGAR, SUPER BROKERS XLII and XCEED  
25 FINANCIAL, LLC files a Notice of Appeal, MELINDA UNDERWOOD, RICHARD DENGAR,  
26 SUPER BROKERS XLII and XCEED FINANCIAL, LLC may also request an Informal  
27 Settlement Conference at the time of filing the Notice of Appeal, or separately by filing a  
28 written request no later than twenty (20) days before the scheduled hearing. This conference

1 shall be held within fifteen (15) days after receipt of the request. A Department representative  
2 with authority to act on behalf of the Department will be present at the conference. **The**  
3 **Department is under no obligation to accept settlement terms MELINDA**  
4 **UNDERWOOD, RICHARD DENG, SUPER BROKERS XLII and XCEED FINANCIAL, LLC**  
5 **may offer.** The Informal Settlement Conference will not delay the scheduled hearing.

6 The Notice of Appeal and request for an Informal Settlement Conference should be  
7 addressed to:

8 Enforcement and Compliance Division  
9 Arizona Department of Real Estate  
10 2910 N. 44<sup>th</sup> Street, Floor 1, Suite 100  
Phoenix, Arizona 85018

11 DATED this 26 day of JANUARY, 2008.

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14 **SAMUEL P. WERCINSKI, Commissioner**  
15 Arizona Department of Real Estate  
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4 COPY of the foregoing sent by  
5 CERTIFIED MAIL - RETURN RECEIPT REQUESTED  
6 (Receipt No. 7006 0810 0003 4894 6628)  
7 this \_\_\_\_\_ day of \_\_\_\_\_, 2008, to:

8 Melinda Underwood  
9 Richard Denga  
10 Super Brokers XLII  
11 XCEED Financial, LLC  
12 7541 W. Comet Avenue  
13 Peoria, AZ 85345  
14 Respondents

15 COPY of the foregoing mailed this  
16 \_\_\_\_\_ day of \_\_\_\_\_, 2008 to:

17 Lynette Evans, AAG  
18 Office of the Attorney General, State of Arizona  
19 1275 W. Washington St.  
20 Phoenix, AZ 85007  
21 Attorney for the Department

22 COPY of the foregoing delivered this  
23 \_\_\_\_\_ day of \_\_\_\_\_, 2008 to:

24 Arizona Department of Real Estate  
25 Samuel P. Wercinski, Commissioner  
26 Tom Adams, Assistant Commissioner, Investigations (C07-0001279)  
27 Department Compliance Officer  
28 E&C for Real Estate Bulletin

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